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RULE 63 (37 C.F.R. 1.63)
DECLARATION FOR PATENT APPLICATION
IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

As a below named inventor, I hereby declare that my residence, post office address and citizenship are as stated below next to my name, and I believe I am the original, first and sole inventor (if only one name listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled FUEL DISPENSING AND RETAIL SYSTEM FOR PROVIDING CUSTOMER SELECTED GUIDELINES AND LIMITATIONS the specification of which (check applicable box(es)):

- is attached hereto.
 was filed on _____ as U.S. Application Serial No. _____
 was filed as PCT international application No. PCT/_____ / on _____ and (if applicable to U.S. or PCT application) was amended on _____

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to the examination of this application in accordance with 37 C.F.R. 1.56(a). I hereby claim foreign priority benefits under 35 U.S.C. 119/365 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed or, if no priority is claimed, before the filing date of this application:

Prior Foreign Application(s):
Application Number _____ Country _____ Day/Month/Year Filed _____

Hereby claim the benefit under 35 U.S.C. §119(e) of any United States provisional application listed below:

Prior Provisional Application(s):
Application Serial No. _____ Day/Month/Year Filed _____
60/060,066 26 September 1997

Hereby claim the benefit under 35 U.S.C. 120/365 of all prior United States and PCT international applications listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in such prior application in the manner provided by the first paragraph of 35 U.S.C. 112, I acknowledge the duty to disclose material information as defined in 37 C.F.R. 1.56(a) which occurred between the filing date of the prior applications and the national or PCT international filing date of this application:

Prior U.S./PCT Application(s):
Application Serial No. _____ Date/Month/Year Filed _____ Status: patented, pending, abandoned _____

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

1) Inventor's Signature	<i>After N. J.</i>			Date	<i>x Sept. 11, 1998</i>
Inventor's Name (typed)	Steven First	N. Middle Initial	Terranova Family Name	USA Citizenship	
Residence (City)	Durham			State/Foreign Country)	North Carolina
Post Office Address	2 Dansey Circle			Zip Code	27713
2) Inventor's Signature				Date	
Inventor's Name (typed)	First	Middle Initial	Family Name	Citizenship	
Residence (City)				State/Foreign Country)	
Post Office Address				Zip Code	
3) Inventor's Signature				Date	
Inventor's Name (typed)	First	Middle Initial	Family Name	Citizenship	
Residence (City)				State/Foreign Country)	
Post Office Address				Zip Code	

FOR ADDITIONAL INVENTORS, check box and attach sheet with same information and signature and date for each.

Rhodes, Coats & Bennett (4/98)

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of: Steven N. Terranova

For: **FUEL DISPENSING AND RETAIL SYSTEM FOR PROVIDING
CUSTOMER SELECTED GUIDELINES AND LIMITATIONS**

Filed concurrently herewith.

Serial Number to be assigned.

Assistant Commissioner for Patents
Washington, D.C. 20231

POWER OF ATTORNEY

Sir:

The undersigned, assignee of the entire interest in and to an application of STEVEN N. TERRANOVA for U.S. Letters Patent for FUEL DISPENSING AND RETAIL SYSTEM FOR PROVIDING CUSTOMER SELECTED GUIDELINES AND LIMITATIONS, by an assignment document being recorded contemporaneously herewith, hereby appoints the firm of Rhodes, Coats & Bennett, comprising C. Robert Rhodes, Reg. No. 24,200, Edward W. Rilee, Reg. No. 31,869, Howard A. MacCord, Jr., Reg. No. 28,639, Jack B. Hicks, Reg. No. 34,180, James L. Lester, Reg. No. 38,721, Larry L. Coats, Reg. No. 25,620, David E. Bennett, Reg. No. 32,194, William J. Mason, Reg. No. 22,948, Clinton H. Hallman, Jr., Reg. No. 38,480, Gilbert J. Andia, Jr., Reg. No. 38,815, Benjamin S. Withrow, Reg. No. 40,876, John R. Owen, Reg. No. 42,055, David D. Kalish, Reg. No. 42,706, and Amy H. Fix, Reg. No. 42,616, as my attorneys and/or agents with full power of substitution and revocation, to prosecute this application, to make alterations and amendments therein, to receive the patent, and to transact all business in the Patent and Trademark Office connected therewith.

Furthermore, in accordance with 37 CFR §3.73(b), the undersigned hereby states that the documentary evidence of a chain of title from the original owner to the assignee, i.e. assignment document referenced above, has been reviewed and the undersigned certifies that, to the best of assignee's knowledge and belief, title is in assignee who seeks to prosecute this application.

PLEASE ADDRESS ALL COMMUNICATIONS AND TELEPHONE CALLS TO:
RHODES, COATS & BENNETT, L.L.P., POST OFFICE BOX 2974, GREENSBORO,
NORTH CAROLINA 27402 (336) 273-4422.

GILBARCO INC.

BY: x Charles E. Carlson
Charles E. Carlson
Vice President, Secretary
and General Counsel

Date: x 9-10-98

File No.: 2400-171

ASSIGNMENT

This Assignment made by me, STEVEN N. TERRANOVA, hereinafter referred to as assignor, a citizen of the United States of America, residing at 2 Dansey Circle, City of Durham, County of Durham, State of North Carolina;

WITNESSETH: That,

WHEREAS, I am the sole inventor of certain new and useful improvements in FUEL DISPENSING AND RETAIL SYSTEM FOR PROVIDING CUSTOMER SELECTED GUIDELINES AND LIMITATIONS for which I am making application for Letters Patent of the United States, and for which I have executed a declaration on the x 11th day of September, 1998; and

WHEREAS, Gilbarco Inc., a corporation duly organized and existing under the laws of the State of Delaware and having a principal place of business in the City of Greensboro, County of Guilford, State of North Carolina, hereinafter referred to as assignee, is desirous of acquiring the entire right, title and interest in and to said invention as described in the specification executed herewith, and any and all Letters Patent which shall be granted therefor;

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I, the said assignor, have sold, assigned, transferred and set over unto the said assignee, its successors and assigns, the entire right, title and interest in and to the above-mentioned application and invention and in and to any and all Letters Patent of the United States which may hereafter be granted therefor, and in any and to any and all continuations, continuations-in-part, substitutions, divisions or reissues of said Letters Patent, the same to be held and enjoyed by the said assignee,

for its interest, and for its own use and behalf, and the use and behalf of its successors and assigns, to the full end of the term for which said Letters Patent may be granted as fully and entirely as the same would have been held and enjoyed by me had this assignment and sale not been made.

And for the consideration aforesaid, I hereby covenant and agree to and with the said assignee, its successors and assigns, that at the time of the execution and delivery of these presents I am the sole and lawful owner of the entire right, title and interest in and to the invention, application and Letters Patent above-mentioned and that the same are unencumbered, and that I have good right and lawful authority to sell and convey the same in the manner herein set forth.

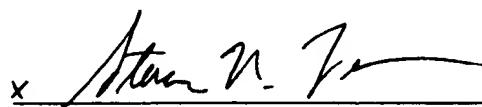
And for the consideration aforesaid, I hereby covenant and agree to and with the said assignee, its successors and assigns, that I will, whenever its counsel or the counsel of its successors and assigns, learned in the law, shall advise that an amendment, division, continuation, continuation-in-part, or substitution of, or any other proceeding in connection with said application, including interference proceedings, is lawful and desirable, sign all papers and drawings, take all rightful oaths, and do all acts necessary or required to be done for the procurement of valid Letters Patent for said invention, or for the reissue of the same without charge to my said assignee, its successors or assigns, but at its or their expense.

I hereby request the Assistant Commissioner for Patents to issue the Letters Patent in accordance with this instrument.

For the consideration aforesaid, I have sold, assigned, transferred and set over, and by these presents do sell, assign, transfer and set over, unto the said assignee, its successors, assigns or nominee, the entire right, title and interest in and to any and all Letters Patent for said

invention which may be granted in countries foreign to the United States and in and to any applications for Letters Patent which may be filed for said invention in countries foreign to the United States and in and to the invention described in said application; and I hereby authorize and empower the said assignee, its successors, assigns or nominees to apply for Letters Patent or other form of protection on said invention in its own name or in the name of its successor, assignee, or nominee, in any and all countries where it may desire to file such application and where said application may be filed by another than the inventor; and I hereby covenant and agree to sign all papers and drawings, take all rightful oaths, and do all acts necessary or required to be done for procurement of Letters Patent, or other form of protection, for said invention or inventions in countries foreign to the United States, and for further investing or confirming the right and title therein to the assignee, its successors, assignee, or nominee, without charge to my said assignee, its successor, assignee or nominee, but at its or their own expense.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 11th day of
x September, 1998.

x 
Steven N. Terranova

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FORM PTO-1595
(Rev. 6-93)
QMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET
PATENTS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Atty. Docket No. 2400-171

To the Assistant Commissioner for Patents: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Steven N. Terranova

2. Name and address of receiving party(ies):

Name: Gilbarco Inc.

Internal Address: P.O. Box 22087

Greensboro, NC 27420

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Street Address: 7300 West Friendly Avenue

City: Greensboro State: NC Zip: 27410

Execution Date: 9/11/98

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration numbers(s):

If this document is being filed together with a new application, the execution date of the application is: 9/11/98

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: RHODES, COATS & BENNETT, L.L.P.

Internal Address: P.O. Box 2974

Greensboro, NC 27402

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

18-1164

(Attach duplicate of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lorna D. Selvaggio

Name of Person Signing

Signature

9-14-98

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignments

Washington, D.C. 20231